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June 12, 1997

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Florida Department of State
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Thermal Management Specialties, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for Thermal Management Specialties, Inc., and a check in the amount of \$122.50 which includes the filing fee and a certified copy. Please return the Articles to this office after filing. Thank you.

Very truly yours,

Scot E. Samis

SES/mbb
Enclosure

JUN 24 1997 BSR

FILED
97 JUN 23 AM 9:37
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

THERMAL MANAGEMENT SPECIALTIES, INC.

FILED
97 JUN 23 AM 9:37
TALLAHASSEE
FLORIDA

The undersigned subscribers to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THERMAL MANAGEMENT SPECIALTIES, INC.

The principal place of business of this corporation shall be 141 Giralda Blvd., NE, St. Petersburg, FL 33704.

ARTICLE II. NATURE OF BUSINESS

The development and management of heat control materials and processes and to engage or transact in any or all lawful activities or business permitted under the laws pertaining to corporations in the State of Florida or the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 141 Giralda Blvd., NE, St. Petersburg, FL 33704, and name of the initial registered agent of the corporation at that address is James Kurtz.

ARTICLE V. TERM OF EXISTENCE

This corporation is to begin immediately and exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporators that the corporation will elect to be taxed as an S corporation under the terms of Sections 1361, et seq., Internal Revenue Code of 1986. Initial stock shall be designated as section 1244 stock.

ARTICLE VII. DIRECTORS

This corporation shall have two directors, initially. The names and street addresses of the initial members of the Board of Directors is:

James Kurtz
141 Giralda Blvd., NE
St. Petersburg, FL 33704

Kevin T. Daley
1061 - 45th Avenue, North
St. Petersburg, FL 33703

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

James Kurtz, President
141 Giralda Blvd., NE
St. Petersburg, FL 33704

Kevin T. Daley, Secretary
1061 - 45th Avenue, North
St. Petersburg, FL 33703

ARTICLE IX. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation are:

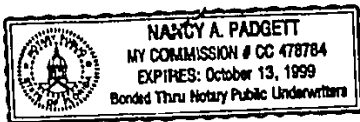
James Kurtz
141 Giralda Blvd., NE
St. Petersburg, FL 33704

IT WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 28th day of May, 1997.

James Kurtz
JAMES KURTZ

STATE OF FLORIDA
COUNTY OF FLORIDA

The foregoing instrument was acknowledged before me this 28th day of May, 1997.



Nancy A. Padgett
Notary Public
My Commission expires:

CERTIFICATE OF DESIGNATING REGISTERED AGENT

THERMAL MANAGEMENT SPECIALTIES, INC., a corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has named James Kurtz, with street address at 141 Giralda Blvd., NE, St. Petersburg, FL 33704, as its agent to accept service of process within this State.

James Kurtz
JAMES KURTZ, Subscriber

Dated: May 28th, 1997

ACCEPTANCE OF APPOINTMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity this 28th day of May, 1997.

James Kurtz
JAMES KURTZ

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